

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

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LAUREL MANUFACTURING, INC.

Plaintiff,

08-cv-06317 (NHL)

-against-

MSL PRODUCTIONS, LLC, UNION SQUARE SPORTS
AND ENTERTAINMENT, CORP., MSL SPORTS AND
ENTERTAINMENT, LLC, AND GARY CIOFFI,

Defendants

-----X

ORDER

AND NOW, this ____ day of _____, 2010, upon consideration of
Cozen O'Connor's Motion for Leave To Withdraw As Counsel For MSL Sports and
Entertainment, LLC and Union Square Sports and Entertainment Corp. and supporting
memorandum of law and Certification of Thomas Harty, Esquire, and any and all responses
thereto, it is hereby ORDERED and DECREED that Cozen O'Connor's Motion is GRANTED.

J.

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

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LAUREL MANUFACTURING, INC.

Plaintiff,

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MSL PRODUCTIONS, LLC, UNION SQUARE SPORTS
AND ENTERTAINMENT, CORP., MSL SPORTS AND
ENTERTAINMENT, LLC, AND GARY CIOFFI,

Defendants
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**NOTICE OF COZEN O'CONNOR'S MOTION FOR LEAVE TO WITHDRAW AS
COUNSEL PURSUANT TO LOCAL CIV. R. 102.1**

Please take notice that on October 4, 2010 at 9:00 a.m., the undersigned counsel for Defendants, MSL Sports and Entertainment, LLC ("MSL Sports") and Union Square Sports and Entertainment ("Union Square Sports"), shall move the United States District Court for the District of New Jersey at the United States Courthouse, Camden Vicinage, Camden, New Jersey, for an Order pursuant to Local Civ. R. 102.1 granting Cozen O'Connor leave to withdraw as counsel in the above-captioned matter. Please also take notice that as part of the Motion of Cozen O'Connor for leave to withdraw pursuant to Local Civ. R. 102.1, Cozen O'Connor will rely upon the:

- a. Memorandum of Law of Cozen O'Connor in support of its Motion to Withdraw as Counsel Pursuant to Local Civ. R. 102.1;
- b. Proposed Order granting Cozen O'Connor leave to withdraw as counsel; and
- c. Certification of Counsel in Support of Motion for Leave to Withdraw as Counsel.

Respectfully submitted,

COZEN O'CONNOR

By: s/ Thomas S. Harty
Thomas S. Harty
Mia Meloni
Cozen O'Connor
LibertyView, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
*Attorneys for Defendants MSL Sports and
Union Square Sports*

Date: September 3, 2010

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I. PRELIMINARY STATEMENT

Cozen O'Connor, including counsel of record Thomas S. Harty, Esquire and Mia Meloni, Esquire, respectfully requests that they be relieved as counsel for Defendants, MSL Sports and Entertainment, LLC ("MSL Sports") and Union Square Sports and Entertainment ("Union Square Sports") (collectively the "Companies"). As discussed more fully herein, for months MSL Sports and Union Square Sports have been nonresponsive to counsel's repeated efforts to represent them in this litigation, and most recently they have directed Cozen O'Connor to cease all representation on their behalf in this matter. An order granting Cozen O'Connor permission to withdrawal as counsel to MSL Sports and Union Square Sports in this matter, is appropriate.

II. PROCEDURAL HISTORY

Laurel Manufacturing filed its original Complaint in this matter on December 24, 2008 naming Gary Cioffi and MSL Productions LLC, as defendants for damages arising from their alleged breach of contract. On October 20, 2009, Laurel Manufacturing asserted third party claims against Defendants MSL Sports and Union Square Sports, under the theory that, *inter*

alia, MSL Sports and Union Square Sports were alter ego corporations of MSL Productions LLC and Gary Cioffi. MSL Sports and Union Square Sports filed their Answer on or about November 16, 2009, denying plaintiff's allegations. The parties have exchanged written and document discovery, and have begun taking depositions. The parties are still engaged in discovery in this matter. Discovery is scheduled to end on or about November 30, 2010.

Pursuant to Local Rule 102.1, Cozen O'Connor now submits its herein request for leave to withdraw as counsel to MSL Sports and Union Square Sports in connection with the above-captioned matter. As discussed more fully below, MSL Sports and Union Square Sports have directed Cozen O'Connor to cease representation of them in connection with this lawsuit, after months of failing to respond to counsel's repeated communications and requests for information and documents concerning this lawsuit. An order granting Cozen O'Connor's withdrawal is therefore appropriate in this matter.

III. ARGUMENT

An attorney may withdraw as counsel without substitution of additional counsel if he or she obtains leave of court. LOCAL CIV. R. 102.1. A lawyer may withdraw if "withdrawal can be accomplished without material adverse effect on the interests of the client" or if "other good cause for withdrawal exists." See *Cherry Hill Convalescent Center, Inc. v. Healthcare Rehab Systems, Inc.*, 994 F. Supp. 244, 252 (D.N.J. 1997) (citing Rule of Professional Conduct 1.6(b)). In evaluating a motion to withdraw, courts consider the following factors: 1) the reason withdrawal is sought; 2) the prejudice withdrawal may cause to other litigants; 3) the harm withdrawal may cause to the administration of justice; and 4) the degree to which withdrawal may delay the resolution of the case. *Haines v. Liggett Group*, 814 F. Supp. 414, 423 (D.N.J. 1993). The decision to grant leave rests with the discretion of the trial court. Id.

Each of the four above factors weighs in favor of granting leave here. First, Cozen O'Connor seeks leave to withdraw because notwithstanding that MSL Sports and Union Square Sports retained Cozen O'Connor to represent them in this matter, they have failed to and refused to execute Cozen O'Connor's retainer agreement, after repeated requests. The Companies have further failed to remit payment for invoiced legal fees in excess of \$30,000, which were incurred in connection with Cozen O'Connor's representation of the Companies in this matter. Moreover, for months the Companies have remained non-responsive to counsel's efforts to obtain information which is the subject of discovery, including additional information about responsive documents to plaintiff's requests and their representatives' availability for depositions in this matter. They have failed to cooperate in searching for documents and scheduling depositions, in an effort to resolve outstanding discovery requests and/or issues raised by plaintiff. Just recently, Cozen O'Connor received direction from the Companies to cease representation of them in this matter. Accordingly, Cozen O'Connor submits the herein application for permission to withdrawal.

With respect to the second and third factors, there will be no prejudice to the other litigants or the administration of justice because MSL Sports and Union Square Sports can and/or already has retained different counsel for their representation in connection with this lawsuit. For these same reasons, withdrawal will not delay the resolution of this case.

IV. CONCLUSION

In light of the above, Cozen O'Connor respectfully requests that this Honorable Court grant Cozen O'Connor leave to withdraw as counsel for Defendants MSL Sports and Entertainment, LLC and Union Square Sports and Entertainment pursuant to Local Civ. R. 102.1.

Respectfully submitted,

COZEN O'CONNOR

By: s/ Thomas S. Harty
Thomas S. Harty
Mia Meloni
Cozen O'Connor
Liberty View, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
*Attorneys for Defendants MSL Sports and
Union Square Sports*

Date: September 3, 2010

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Defendants
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The undersigned, Thomas S. Harty, Esquire, Cozen O'Connor, Liberty View, Suite 300, 457 Haddonfield Road, Cherry Hill, NJ 08002, attorney for Defendants, MSL Sports and Entertainment, LLC ("MSL Sports") and Union Square Sports and Entertainment ("Union Square Sports") (collectively the "Companies"), provides this Certification in Support of Cozen O'Connor's Motion for Leave to Withdraw as Counsel Pursuant to Local Civ. R. 102.1.

1. Laurel Manufacturing filed its original Complaint in this matter on December 24, 2008 naming Gary Cioffi and MSL Productions LLC, as defendants for damages arising from their alleged breach of contract.
2. On October 20, 2009, Laurel Manufacturing asserted third party claims against Defendants MSL Sports and Union Square Sports, under the theory that, *inter alia*, MSL Sports and Union Square Sports were alter ego corporations of MSL Productions LLC and Gary Cioffi.

3. MSL Sports and Union Square Sports filed their Answer on or about November 16, 2009, denying plaintiff's allegations.
4. The parties have exchanged written and document discovery, and have begun taking depositions. The parties are still engaged in discovery in this matter.
5. Discovery is scheduled to end on or about November 30, 2010.
6. Pursuant to Local Rule 102.1, Cozen O'Connor now submits its herein request for leave to withdraw as counsel to MSL Sports and Union Square Sports in connection with the above-captioned matter.
7. Cozen O'Connor seeks leave to withdraw because notwithstanding that the Companies retained Cozen O'Connor to represent Defendants MSL Sports and Union Square Sports in this matter, they have failed to and refused to execute Cozen O'Connor's retainer agreement, after repeated requests.
8. The Companies have further failed to remit payment for invoiced legal fees in excess of \$30,000, which were incurred in connection with Cozen O'Connor's representation of the Companies in this matter to date.
9. Moreover, for months the Companies have remained non-responsive to counsel's efforts to obtain information which is the subject of discovery, including additional information about responsive documents to plaintiff's requests and their representatives' availability for depositions in this matter. The Companies have been uncooperative in connection with Cozen O'Connor's representation of them in this litigation.

10. Most recently, the Companies have directed Cozen O'Connor to cease all work on their behalf on this matter, as they no longer wish Cozen O'Connor to represent them.
11. There will be no prejudice to the other litigants or delay to the administration of justice if Cozen O'Connor is granted leave to withdraw as counsel to MSL Sports and Union Square Sports in this matter, and given their explicit direction to Cozen O'Connor to cease all related work, withdrawal is appropriate.

Respectfully submitted,

COZEN O'CONNOR

By: s/ Thomas S. Harty
Thomas S. Harty
Mia Meloni
Cozen O'Connor
LibertyView, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
*Attorneys for Defendants MSL Sports and
Union Square Sports*

Date: September 3, 2010

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Defendants
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CERTIFICATION OF SERVICE

I declare pursuant to 28 U.S.C. § 1746:

I, Thomas S. Harty, Esquire, am an attorney with the firm of Cozen O'Connor, attorneys for Defendant MSL Sports and Entertainment, LLC and Union Square Sports and Entertainment, Corp., and did cause copies of Cozen O'Connor's Motion for Leave to Withdraw Pursuant to Local Civ. R. 102.1, the Memorandum of Law in support thereof, Certification of Counsel in support thereof, and Proposed Order to be filed electronically with the Clerk, U.S. District Court, District of New Jersey, Camden Vicinage, New Jersey, and accordingly the following persons and/or parties have been electronically served with this filing through ECF and/or email:

MSL Sports and Entertainment, LLC
c/o Gary Cioffi
24-32 Union Square
Fourth Floor
New York, New York 10031

- and -

Union Square Sports and Entertainment, Corp.
c/o Gary Cioffi
24-32 Union Square
Fourth Floor
New York, New York 10031

-and-

BLANK ROME LLP
*A Pennsylvania Limited
Liability Partnership*
NICHOLAS C. HARBIST
New Jersey Resident Partner
301 Carnegie Center / 3rd Floor
Princeton, NJ 08540
Telephone: (609) 750-2991
Fax: (609) 897-7442
Attorneys for Plaintiff Laurel Manufacturing, Inc.

-and-

ZUCKER STEINBERG SONSTEIN & WIXTED
SAUL J. STEINBERG
519 Federal Street, Suite 503
Camden, New Jersey 08103
Attorneys for Gary Cioffi

Under the penalty of perjury I declare that the foregoing is true and correct.

Respectfully submitted,

COZEN O'CONNOR

By: s/ Thomas S. Harty
Thomas S. Harty
Mia Meloni
Cozen O'Connor
LibertyView, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
*Attorneys for Defendants MSL Sports and
Union Square Sports*

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